Audit and Risk Committee
OPEN MINUTES

Minutes of a meeting of the Audit and Risk Committee held in Council Chamber, 401 Grey Street, Hamilton East on Thursday 4 May 2017 at 9.02am.

Chairperson       H Stevens
Deputy Chairperson Cr J Hennebry
Present            Cr H Vercoe
External Member   G Naylor
Ex-officio         Cr A Livingston

In Attendance      Cr B Quayle

Staff
V Payne – Chief Executive
M Garrett – Chief Financial Officer
K Bennett – Manager CE’s Office
J Becker – Finance Manager
D Thurlow – Democracy Advisor
Apologies
(Agenda Item 1)

The apologies from Councillors Simcock and Mahuta for absence and Councillor Vercoe for early departure were accepted.

Confirmation of Agenda
(Agenda Item 2)

The Chair advised that due to a number of items on the agenda involving outside presenters some items were likely to be considered out of the order listed in the agenda.

Cr Hennebry moved/Cr Vercoe seconded

AR17/14

RESOLVED
THAT the agenda of the Audit and Risk Subcommittee of 4 May 2017 as circulated be confirmed as the business for the meeting.

The motion was put and carried (AR17/14)

Disclosures of Interest
(Agenda Item 3)

There were no disclosures of interest noted.

SECTION B: (FOR RECOMMENDATION TO COUNCIL)

With the consent of the meeting Item 14 was considered at this time.

Insurance Update – April 2017
File: 08 12 00 (Agenda Item 14) Doc # 10314285

Chief Financial Officer (M Garrett) introduced Sam Ketley and Matthew Wilson from AON and sought approval for the recommended increase to the Council’s infrastructure insurance programme from $50 million to $60 million based on the loss modelling undertaken and the expected increase in underlying asset values.

Matthew Wilson and Sam Ketley discussed the relative merits of the alternative insurance options for Council.

Arising from questions, answers and related discussion, the following matters were noted:

Loss modelling

Discussion centred on the increase to Council’s infrastructure insurance programme, specifically whether the insurance cover should be increased from $50 million to $80 million and whether premiums would be impacted if other councils who share in the
insurance policy also chose to increase their cover. In light of the indicative outcome from the current infrastructure revaluation, and based on advice from Aon that there may not be any significant increase in premiums for an increased sub limit for the council within the current policy, the Committee felt that $50m was not sufficient and that it was appropriate to increase infrastructure cover to $80 million. When questioned about the increase, AON advised that they did not see an issue with the underwriters. Members were advised that work would be undertaken to confirm the assets covered by the infrastructure policy and material damage insurance respectively to ensure that the appropriate cover was in place, taking account of the different asset classes and hazard exposures.

Professional indemnity/public liability insurance

- In relation to insurance cover, members were advised that Council’s current insurance policy provides for losses up to $200 million.
- In regard to harbourmaster insurance cover, Members felt it would be useful to draw on the information obtained by the Office of the Auditor General following the Rena disaster.
- A request was made to see quotes for insurance cover above $50 million.
- In terms of next steps and following endorsement of the preferred option for insurance cover by the Audit and Risk Committee, Aon are currently seeking proposals for professional indemnity and public liability insurance cover from insurance markets.
- The Committee supported the proposed approach for professional indemnity and liability insurance outlined by AON. As insurance cover needs to be in place by 30 June 2017, and in the absence of an Audit and Risk Committee meeting prior to this date, it was agreed that the two external members of the Committee be given the necessary delegation to informally approve the quotes for insurance cover before being presented to full Council for final approval.

G Naylor moved/Cr Livingston seconded

AR17/15  RESOLVED

1. THAT the report ‘Insurance Update – April 2017’ (Doc # 10314285 dated 21 April 2017) be received.

RECOMMENDED

2. THAT the Audit and Risk Committee approve the recommended increase to Council’s infrastructure insurance programme from $50 million to $80 million based on the loss modelling undertaken, and expected increase in underlying asset values noting further work is required with respect to the split between assets covered under the material damage policy and the infrastructure insurance policy.

RECOMMENDED

3. THAT the Audit and Risk Committee endorse the proposed approach for professional indemnity and public liability insurance outlined in the report (Doc # 10314285) and that the market quotes obtained by AON will be discussed with the independent members of the Committee before bringing to Council for recommendation.

The motion was put and carried (AR17/15)

With the consent of the meeting Item 19 was considered at this time.
SECTION A: (UNDER DELEGATION FOR THE INFORMATION OF COUNCIL)

AR17/16 Resolutions to Exclude the Public

H Stevens moved/Cr Vercoe seconded

RESOLVED
THAT in accordance with the provisions of Standing Orders NZS 9202:2003 Incorporating Amendment No 1, Appendix A&B (p40/42) and Section 48 of the Local Government Official Information and Meetings Act 1987, the public be excluded from the following part/s of the meeting:

The general subject of each matter to be considered while the public is excluded, the reason for passing this resolution in relation to each matter and the specific grounds under Section 48(1) of the Local Government Official Information and Meetings Act 1987 for the passing of this resolution are as follows:

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<th>Item Name and general subject of each matter to be considered</th>
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<th>Ground(s) under Section 48(1) for the passing of this resolution</th>
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<td>Good reason(s) to withhold exist(s) under Section 7</td>
<td>Section 48 (1) (a)</td>
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This resolution is made in reliance on Section 48(1)(a) of the Local Government Official Information and Meetings Act 1987 and the particular interest or interests protected by Section 6 or Section 7 of that Act which would be prejudiced by the holding of the whole or relevant part of the proceedings of the meeting in public are as follows:

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<td>To maintain legal professional privilege</td>
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<td>Enable the local authority holding the information to carry on, without prejudice or disadvantage, negotiations (including commercial and industrial negotiations)</td>
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The motion was put and carried (AR17/16)

RETURN TO OPEN MEETING AT 9.52AM.

SECTION A: (UNDER DELEGATION FOR THE INFORMATION OF COUNCIL)

Matters Arising from Previous Meetings Minutes
File: 03 02 27 (Agenda Item 4) Doc # 10075664, 3321066, 10189133 & 10029661

The Chief Financial Officer (M Garrett) outlined the actions and matters arising from the informal Audit and Risk Committee meeting held on 1 March 2017. The report included work plans for both the 2016/17 and 2017/18 financial years.
Arising from questions, answers and related discussion, the following matters were noted:
- In terms of the final Audit Arrangement Letters which are pending advice from the Office of the Auditor General in regard to the audit fee, David Walker from Audit New Zealand advised the Committee that the Office of the Auditor General is looking across all councils to assess the impacts that the legislative changes will have on audit fees.
- The Committee felt that it would be useful for councils to see the benchmarking analysis undertaken by the Office of the Auditor General to give council assurance to Council that its audit fees are in line with other councils. Mr Walker advised that he would ask for this comparative data on behalf of Council.

G Naylor moved/Cr Livingston seconded

AR17/19

RESOLVED
1. THAT the report ‘Matters arising from previous meetings minutes’ (Doc # 10075664 dated 26 April 2017) be received.

RESOLVED
2. THAT the minutes of the Audit and Risk Committee meeting held on 1 March 2017 be confirmed as a true and correct record (Doc # 10029661).

The motion was put and carried (AR17/19)

Amendment to the Terms of Reference for the Audit and Risk Committee
File: 03 02 27 (Agenda Item 5) Doc # 10350523

The Chief Financial Officer (M Garrett) presented the amendments to the Terms of Reference for the Audit and Risk Committee adopted by Council at its meeting held on 27 April 2017.

Arising from questions, answers and related discussion, the following matters were noted:
- The Chief Financial Officer advised members that staff will report to both Council and the Finance Committee via the Audit and Risk Committee minutes on any matters pertaining to the Audit and Risk Committee’s work programme that may impact on the adoption of the Annual Report.

Cr Hennebry moved/Cr Vercoe seconded

AR17/20

RESOLVED
THAT the report ‘Amendments to the Terms of Reference for the Audit and Risk Committee’ (Doc # 10350523 dated 27 April 2017) be received.

The motion was put and carried (AR17/20)

SECTION B: (FOR RECOMMENDATION TO COUNCIL)

Risk Management Activity and Key Projects Update
File: 03 02 27 (Agenda Item 6) Doc # 10253378

The Manager, CE’s Office (K Bennett) provided an update on risk management activities and key project risks and sought approval of the proposed changes to the Corporate Risk Register (Doc # 10415372).
Arising from questions, answers and related discussion, the following matters were noted:

**Risk Management Update**
- The Committee supported the proposed changes outlined in the report (Doc #10253378) to the Corporate Risk Register and the inclusion of the risk relating to greater visibility of the effectiveness of WRC’s natural resources management.
- The Committee felt that the traffic light report was a good way to determine progress.
- In relation to multi-year project costs, a request was made for the Finance Committee to have a clearer understanding of the cumulative costs associated with these type of projects. The Chief Financial Officer undertook to provide this level of detail on key projects identified by the Committee.
- In relation to the Healthy Rivers Wai Ora project which spanned multiple years, the Chief Financial Officer advised the Committee that a detailed report was presented to the 21 February 2017 Finance Committee which outlined the full costs of the project.
- Members requested that the findings of the recent floods that impacted Edgecumbe be provided to the Committee as the learnings may be useful to Council.
- Discussion centred on the adequacy of Council’s flood control assets. The Audit and Risk Committee sought assurance, given changes in climatic patterns and the fact that a large proportion of Council’s asset base is flood control related, that regular reviews of these assets are undertaken to ensure their effectiveness. The Manager CE’s Office advised the Committee that there are a number of strands of work underway in this area in anticipation of the Long Term Plan, namely a land drainage and flood infrastructure funding strategy, infrastructure management maturity review refresh, a scheduled internal audit, regional asset management plan and reviews of the zone management plans. The Committee requested that a comprehensive report be brought to the Committee for consideration on this matter.
- Staff were asked to give consideration to documenting the private arrangements that are in place for shared flood control assets within the region.
- In respect to accommodation, specifically the Paeroa Office and the increased cost of the work from $1.5m to $2.5m, the Committee was advised that additional costs were presented to Council through its budgeting process. The Chief Financial Officer advised that an estimate of the cost of the work was included in the Long Term Plan however when the work was scoped, 18-months later, construction costs had increased significantly, and it was identified that a number of other issues needed to be addressed which resulted in increased costs ($1m). In response to a question about whether this matter should have been consulted on, the Chief Financial Officer advised that project was not deemed significant under the Significance and Engagement Policy and therefore did not require public consultation. Notwithstanding this, staff have been transparent in outlining the increased costs through its financial budgeting processes.

**Health and Safety**
- The Committee were happy with the parameters around Annual Leave as outlined in the report.
- A member commended staff on the work around the ‘safety’ aspects associated with health and safety, however it was felt that more of a focus should be placed on Council’s ‘health’ responsibilities.
- A suggestion was made that all of Council’s committees contain evacuation procedures at the front end of the agenda papers given the number of external people who are not familiar with council’s procedures.
- Discussion centred around health and safety. The Committee was advised that Waikato Regional Council employs two accredited Health and Safety advisors. In addition, council has a number of internal health and safety committees, namely a Health and Safety Representative Committee comprising staff and a Health and Safety Governance Group comprising all of Executive Leadership Team, PSA union representatives and Council’s Health and Safety Advisors. Further to this, in the event that staff feel their health and safety concerns are not being adequately addressed by their respective managers, they have the ability to escalate their concerns with the Chief Executive directly. The CE advised that a recent survey of staff indicated 93% agreed or strongly agreed that the person they report to is committed to Health and Safety.

**Legislative Compliance (ComplyWith)**
- The Manager CE’s Office advised that the six monthly legislative compliance survey was completed in the four weeks immediately following the reporting period. While the response rate had dropped from the previous survey owing to staff being involved in flood response, reported compliance was 97.3%, with only minor, inconsequential instances of partial or non-compliance.

**Feedback and Complaints**
- The increase in the number of complaints in April 2017 was a due to the BUSIT team being brought into the organisation wide feedback and complaints system.

**Key Organisational Project Updates**
- In respect to the Healthy Rivers Wai Ora project, the Committee was advised that everything is ‘on track’ to merge Plan Change 1 and 1A together.

G Naylor moved/Cr Hennebry seconded

**AR17/21 RESOLVED**
1. THAT the report the ‘Risk management activity and key projects update’ (Doc # 10253378 dated 20 April 2017) for information.

**RECOMMENDED**
2. THAT the Audit and Risk Committee approved the proposed changes to the corporate risk register set out in the report (Doc # 10253378).

The motion was put and carried (AR17/21)

The meeting adjourned at 10.55am for morning tea and reconvened at 11.06am when Item 7 was considered.

**SECTION A: (UNDER DELEGATION FOR THE INFORMATION OF COUNCIL)**

**Outstanding Matters from Previous Audits**
File: 01 14 15A (Agenda Item 7) Doc # 10350930 & 10300507

The update on outstanding matters from previous audits was taken as read.

Cr Livingston moved/Cr Vercoe seconded

**AR17/22 RESOLVED**
THAT the report ‘Outstanding Matters from Previous Audits’ (Doc # 10350930 dated 27 April 2017) be received for information.

The motion was put and carried (AR17/22)
Internal Audit Programme Update
File: 080201 (Agenda Item 8) Doc # 10164602, 10318874 & 10299585)

Dave Sutton and Cushla Parish from KPMG provided a status update on the internal audit programme.

Following the KPMG Audit, arising from questions, answers and related discussion, the following matters were noted:

Regulatory decision making for bond regimes
A member questioned whether there was an opportunity to revisit the adequacy of bonds during the life of a resource consent. Resource Use Manager (Brent Sinclair) outlined the process by which bonds are applied noting bonds are a mechanism to ensure compliance with specific conditions should the consent holder fail to do so. He noted that the consents that have the larger bonds require the quantum to be reviewed annually to ensure the quantum remains adequate. Predominantly, bonds are held with banks; there are very few cash bonds held by Council.

Accounts Payable Data Analysis
Staff have commenced a review of the findings from the transaction review, focussing immediately on those with the greatest potential for fraud. No issues have been identified to date, however staff will continue to review the data provided from the review for completeness. Should any matters arise from this further review, these will be reported to the next Audit and Risk Committee meeting in August 2017.

Draft Healthy and Safety Review of the Environmental Monitoring Team
The Committee were happy with the report, however they felt that the statement on Page 92 ‘... health and safety framework and related risk management documentation are comprehensive however it does not appear to be fit for purpose and practical for the EM team’ did not reflect findings and was a very critical statement for inclusion in the report. KPMG acknowledged the concern and agreed to tailor the statement to appropriately reflect that this is a natural issue expected as part of the implementation introduction of a new framework.

Staff are currently working on the management responses to the recommendations within the report and will provide an update at the August 2017 meeting.

Draft Internal Audit Plan 2017/18
It was clarified that the scheduled internal audit of asset management related to flood infrastructure, rather than council buildings.

Whilst the loss of key/specific knowledge and skills as people leave the organisation was previously considered a risk, the Committee were of the view that this had reduced since Fit for Purpose.

The proposed review into loss of knowledge and skills was removed from the Audit Plan.

KPMG reminded the committee that a review of operating effectiveness of the health and safety framework in another high risk part of the organisation had been proposed. It was suggested that Integrated Catchment Management Directorate had been identified as a high risk area. Management undertook to discuss this with KPMG.
A member felt it would be useful to have a report on ‘lessons learnt’ following the recent conviction in regard to the Auckland Transport Fraud to assess whether there is anything Council can and should be taking into account.

H Stevens moved/G Naylor seconded

RESOLVED
1. THAT the report ‘Internal audit programme update’ (Doc # 10164602 dated 20 April 2017) be received.

RESOLVED
2. THAT the Audit and Risk Committee approve the draft internal audit programme for the year 2017/18 subject to the removal of the area of work relating to the loss of key/specific knowledge and skills as people leave the organisations and with the inclusion of a health and safety review of the Integrated Catchment Management Directorate.

RESOLVED
3. THAT the Audit and Risk Committee receive the following KPMG reviews:
   (i) Regulatory Decision Making for Bond Regime Review
   (ii) Accounts Payable Data Analysis
   (iii) Draft Health and Safety Review of the Environmental Monitoring Team, subject to a report back to the Audit and Risk Committee with management comments.

The motion was put and carried (AR17/23)

SECTION B: (FOR RECOMMENDATION TO COUNCIL)

Key Accounting Estimates and Assumptions for the Year Ended 30 June 2017
File: D1 14 16F (Agenda Item 9) Doc # 10277086

Finance Manager (J Becker) presented the key accounting estimates and assumptions to be incorporated into the 2016/17 Annual Report for consideration and approval.

Arising from questions, answers and related discussion, the following matters were noted:
- In terms of accommodation options, the Chief Financial Officer advised that when seeking expressions of interest, all parties submitting on the proposal will be asked to consider the acquisition of 401 Grey Street, and if so inclined, to put forward an offer. This information will be a good test against the market. The Chief Financial Officer undertook to provide members with the number of titles held with respect to 401 Grey Street.
- Discussion centred on depreciation. Members were advised that depreciation recognises the state of an asset, it doesn’t necessarily provide a fund for full replacement. The purpose of depreciation is to recognise wear and tear on assets over their economic life.

Cr Vercoe left the meeting at 11.44am.
- Council has received a declaration confirming that PF Olsen Limited does not have a conflict of interest in relation to the forestry asset valuations undertaken.
- Council does not sell its bad debts, bad debts are escalated to debt collectors and then if necessary are then the subject of a rating sale.
- Members were reminded that revaluation work is underway which will be tested with the independent members on the Audit and Risk Committee.
- The Committee commended staff on a comprehensive report.

Cr Livingston moved/G Naylor seconded

**AR17/24**  
**RESOLVED**  
1. THAT the report ‘Key accounting estimates and assumptions for the year ended 30 June 2017’ (Doc # 10277086 dated 21 April 2017) be received.

**RECOMMENDED**  
2. THAT the Audit and Risk Committee confirm the appropriateness of the key accounting estimates and assumptions to be incorporated into the 2016/17 Annual Report.

The motion was put and carried (AR17/24)

**SECTION A: (UNDER DELEGATION FOR THE INFORMATION OF COUNCIL)**

**Draft Tax Risk Governance Framework**  
File: 08 12 00 (Agenda Item 10) Doc # 10318774

Finance Manager (J Becker) presented a draft Tax Risk Governance Framework for feedback and approval.

Arising from questions, answers and related discussion, the following matters were noted:
- The Committee supported the Tax Risk Governance framework and requested that this piece of work be added to the Annual Work Plan.
- Staff were commended on a good report.

H Stevens moved/G Naylor seconded

**AR17/25**  
**RESOLVED**  
1. THAT the report ‘Draft Tax Risk Governance Framework’ (Doc # 10318774 dated 24 April 2017) be received.

**RESOLVED**  
2. THAT the Audit and Risk Committee approve the Tax Risk Governance Framework and this piece of work be reported on and added to the Annual Work Plan.

The motion was put and carried (AR17/25)

**Policy Review Schedule Update**  
File: 01 63 01 (Agenda Item 11) Doc # 10257517

The update on the policies that are due for review/renewal this quarter and outlined those policies that are pending review was taken as read.
H Stevens moved/G Naylor seconded

AR17/26  RESOLVED
THAT the report ‘Policy Review Schedule Update’ (Doc # 10257517 dated 20 April 2017) be received for information.

The motion was put and carried (AR17/26)

SECTION B: (FOR RECOMMENDATION TO COUNCIL)

Sensitive Expenditure Policy Review
File: 08 00 30 (Agenda Item 12) Doc # 10212744

Chief Financial Officer (M Garrett) presented the Sensitive Expenditure Policy to the Committee for approval.

Arising from questions, answers and related discussion, the following matters were noted:
- It was agreed that ‘training’ should be included in the Sensitive Expenditure Policy.
- Members felt that, where appropriate, the Policy needs to refer to councillors.

Cr Livingston moved/Cr Hennebry seconded

AR17/27  RESOLVED
1. THAT the report ‘Sensitive Expenditure Policy Review’ (Doc # 10212744 dated 20 April 2017) be received.

RECOMMENDED
2. THAT the Audit and Risk Committee approve the amendments to the Sensitive Expenditure Policy as set out in the report (Doc # 10212744) subject to the following amendments:
   - That training be included in the Policy; and
   - Where appropriate, the Policy refer to councillors.

The motion was put and carried (AR17/27)

SECTION A: (UNDER DELEGATION FOR THE INFORMATION OF COUNCIL)

Annual Conflict of Interest Declaration and Gifts and Personal Benefits Register for Staff and Elected Members to 31 March 2017
File: 08 00 30 (Agenda Item 13) Doc # 10162737

Chief Financial Officer (M Garrett) provided a summary of gifts received by elected members and staff during the period 1 October 2016 to 31 March 2017 and reported back on the annual staff conflict of interest declaration process. The Chief Financial Officer advised that going forward each individual staff member will be required to declare they had complied with the gift policy.
Cr Hennebry moved/G Naylor seconded

**AR17/28**  
**RESOLVED**  
THAT the report ‘Annual conflict of interest declaration and gifts and personal benefits register for staff and elected members to 31 March 2017’ (Doc # 10162737 dated 31 March 2017) be received for information.

The motion was put and carried (AR17/28)

**SECTION A: (UNDER DELEGATION FOR THE INFORMATION OF COUNCIL)**

**AR17/29**  
**Resolutions to Exclude the Public**

Cr Hennebry moved/G Naylor seconded

**RESOLVED**

THAT in accordance with the provisions of Standing Orders NZS 9202:2003 Incorporating Amendment No 1, Appendix A&B (p40/42) and Section 48 of the Local Government Official Information and Meetings Act 1987, the public be excluded from the following part/s of the meeting:

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<td>Potential Liability Claims</td>
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<td>18</td>
<td>KPMG Accounts Payable Data Analysis</td>
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<td>Enable the local authority holding the information to carry on, without prejudice or disadvantage, negotiations (including commercial and industrial negotiations)</td>
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The motion was put and carried (AR17/29)

Return to Open Meeting at 12.16pm.

Meeting closed at 12.16pm.

Doc # 10366107